

Post Confirmation Trust for  
Fleming Companies, Inc.  
5801 N. Broadway Ext Ste 100  
Oklahoma City, OK 73118

200 East Randolph Drive  
Chicago, Illinois 60601  
FEIN 36-1326630

IN THE MATTER OF

Berry, Wayne Litigation  
File No. 41445-0006

\$ 56,942.50

\$ 211.72

\$ 57,154.22

Post Confirmation Trust for  
Legal Services for the Period Ending January 31, 2005  
February 25, 2005

Summary of Hours Billed

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Erin N Brady	3.25	420.00	1,365.00
Damian D Capozzola	2.00	480.00	960.00
Shirley S Cho	2.00	520.00	1,040.00
Melissa M Dulac	46.00	410.00	18,860.00
Michael G Fatah	5.25	430.00	2,257.50
Eric C Liebler	27.25	575.00	15,668.75
Romana O Samad	17.75	295.00	5,236.25
Richard L Wynne	4.25	725.00	3,081.25
Allison Mayo Andrews	1.25	195.00	243.75
Neal F San Diego	72.50	110.00	7,975.00
Edgar I Yep	1.50	170.00	255.00
<b>Total</b>	<b>183.00</b>		<b>\$ 56,942.50</b>

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 February 25, 2005

### Description of Legal Services

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
1/03/05	.75	Edgar I Yep	Search for date of entry information requested by O. Samad re Berry motions in Hawaii case; research Federal Rules of Appellate Procedure for Notice of Appeal timing and advise team re findings.
1/03/05	6.00	Romana O Samad	Search docket, calendar and research appealable issues in King's post-judgment opinions.
1/04/05	1.25	Melissa M Dulac	Communicate with T. Hogan re potential protective order to govern production of particular documents; communicate with E. Liebeler re same.
1/04/05	7.50	Neal F San Diego	Analyze and prepare pleadings including attachments for indexing (1.0); index pleadings including attachments into case management database (4.0); image pleadings including attachments into database re Berry (2.5).
1/05/05	.25	Edgar I Yep	Search court website for potential orders entered re Berry.
1/05/05	5.50	Melissa M Dulac	Communicate with J. O'Neill and S. Cho re Rule 2004 motion re W. Berry; review contents of CD created by M. Dillon; identify discovery issues to discuss with defense counsel and discovery master; communicate with E. Liebeler re same.
1/05/05	.50	Shirley S Cho	Strategize re Berry 2004 motion with M. Dulac and J. O'Neill; follow up re entry of stipulation expunging duplicate claims.
1/05/05	4.50	Romana O Samad	Analyze and confer re discovery issues; prepare for telephone conference with co-defendants re same.

Post Confirmation Trust for  
 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
1/05/05	4.00	Neal F San Diego	Index correspondence including attachments into Lotus notes database.
1/05/05	.50	Damian D Capozzola	Communications and analysis re Berry discovery and motions.
1/06/05	.25	Allison Mayo Andrews	Prepare calendar of events
1/06/05	4.50	Romana O Samad	Confer with E. Liebeler, L. Hosada, L. Smith re discovery issues and strategies before special master; follow up with issues and documents for tomorrow's hearing before Matsui; review case documents re same.
1/06/05	3.00	Neal F San Diego	Index correspondence with attachments into case management database.
1/07/05	2.75	Melissa M Dulac	Review and analyze potential bases for objections to administrative claims filed by W. Berry; communicate with E. Liebeler, D. Capozzola, and S. Cho re same; communicate with E. Liebeler re discovery conference with special master; communicate with T. Hogan re protective order to govern production of particular documents in Hawaii and Delaware litigation.
1/07/05	.25	Richard L Wynne	Telephone conference with R. Hertzberg and R. Kors re Berry 2004 motion hearing and objections.
1/07/05	1.00	Romana O Samad	Review administrative claims in Berry litigation.
1/07/05	2.50	Neal F San Diego	Image correspondence and pleadings including attachments into case management database.
1/07/05	.25	Damian D Capozzola	Communications and analysis re Berry issues.
1/07/05	3.75	Eric C Liebeler	Prepare for and conduct call with Hawaii special master; participate in call re admin claims; edit Hogan draft of letter to Matsui; edit protective

Post Confirmation Trust for  
 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
			order.
1/08/05	.25	Damian D Capozzola	Communications and analysis re Berry matter.
1/10/05	4.00	Melissa M Dulac	Communicate with E. Liebeler re summary of discovery conference drafted by T. Hogan; review and analyze interrogatory responses of W. Berry; communicate with J. O'Neill re modification of Rule 2004 motion to resolve portion re interrogatories; draft protective order to govern discovery in Hawaii litigation.
1/10/05	2.50	Neal F San Diego	Index correspondence including attachments into case management database.
1/10/05	.25	Damian D Capozzola	Communications and analysis re Berry matter.
1/10/05	2.75	Eric C Liebeler	Work on protective order and other discovery issues; prepare for summary judgment hearing.
1/11/05	7.25	Melissa M Dulac	Draft and revise stipulated confidentiality order; communicate with T. Hogan and other defense counsel re same; communicate with E. Liebeler re discovery issues; draft letter to C. Matsui re discovery conference.
1/11/05	.50	Richard L Wynne	Analyze Berry judgment and fee award.
1/11/05	1.00	Romana O Samad	Deal with correspondence on Berry matter in Hawaii litigation.
1/11/05	4.00	Neal F San Diego	Analyze and prepare correspondence with attachments for indexing (1.0); index correspondence with attachments into Lotus notes database (3.0).
1/11/05	.25	Damian D Capozzola	Communications and analysis re Berry issues.
1/11/05	1.25	Eric C Liebeler	Attempt to negotiate protective order.

Post Confirmation Trust for  
 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
1/12/05	2.75	Melissa M Dulac	Review and analyze opposition to Rule 2004 motion filed by W. Berry; communicate with T. Hogan re hearings scheduled for January 18, 2005; communicate with A. Andrews re preparing materials for January 18 hearings.
1/12/05	1.00	Allison Mayo Andrews	Prepare hearing binder re 2004 motion.
1/12/05	4.00	Neal F San Diego	Index correspondence with attachments into case management database (3.0); image correspondence with attachments into database (1.0).
1/12/05	1.50	Eric C Liebeler	Opposition; draft correspondence to T. Hogan.
1/13/05	1.50	Melissa M Dulac	Communicate with J. Morgan re proposed stipulated confidentiality order; review and analyze diagram constructed by M. Dillon re logistics network; review and analyze supplemental disclosure re damages filed by W. Berry.
1/14/05	4.25	Melissa M Dulac	Communicate with T. Hogan re hearing on motion for protective order and Rule 2004 motion; draft letter brief to C. Matsui re electronic copies of Berry's 1993 and 2003 software; research re "publication" of work as defined by Copyright Act.
1/17/05	.25	Melissa M Dulac	Review and analyze motion for protective order filed by W. Berry in bankruptcy court.
1/17/05	3.00	Eric C Liebeler	Prepare for summary judgment hearing.
1/17/05	3.50	Eric C Liebeler	Prepare for 2004 hearing.
1/18/05	1.75	Melissa M Dulac	Review and analyze inclinations issued by Judge Mollway re motions for summary judgment; communicate with E. Liebeler and D. Capozzola re same; communicate

Post Confirmation Trust for  
 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
			with E. Liebeler re case strategy.
1/18/05	.50	Romana O Samad	Research and calendar appeal dates; correspond with case team re options re APS claim.
1/18/05	11.50	Neal F San Diego	Analyze and prepare pleadings and discovery with attachments received from the office of A. Lopez, for indexing (3.0); index correspondence and pleadings with attachments into case management database (8.5).
1/18/05	.25	Damian D Capozzola	Communications and analysis re other parties' summary judgment motions and other Berry issues.
1/18/05	5.50	Eric C Liebeler	Prepare for and conduct hearings in Delaware and Hawaii; both telephonically; review summary judgment pleadings.
1/19/05	.50	Edgar I Yep	Upload hearing transcript to LiveNote database and prepare copy of transcript for M. Dulac.
1/19/05	.50	Melissa M Dulac	Communicate with E. Liebeler and others re protective order to govern production of software created by W. Berry.
1/19/05	12.50	Neal F San Diego	Analyze and prepare pleadings and discovery with attachments received from the office of A. Lopez, for indexing (2.0); index pleadings and discovery with attachments into case management database (8.0); image pleadings and discovery with attachments into database (2.5).
1/19/05	2.25	Eric C Liebeler	Review Berry proposed protection order; discuss with M. Dulac.
1/20/05	11.50	Neal F San Diego	Analyze and prepare pleadings and discovery with attachments received from the office of A. Lopez, for indexing (3.0); index pleadings and

Post Confirmation Trust for  
 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
			discovery with attachments into Lotus notes database (6.0); image pleadings and discovery with attachments into database (2.5).
1/21/05	1.00	Melissa M Dulac	Communicate with E. Brady, S. Cho, and E. Liebeler re response to letter from T. Hogan re liquidation and collection of W. Berry's pre-petition unsecured claim; research re procedures for notifying Copyright Office of judgment re infringement.
1/21/05	.50	Shirley S Cho	Strategize re response to Berry letter re threat to collect on judgment.
1/21/05	.75	Richard L Wynne	Telephone conference with S. Cho re reply to Hogan; analyze Berry threatening letter, copies of judgment and prior orders and review all for reply.
1/21/05	9.50	Neal F San Diego	Analyze and prepare pleadings with attachment for indexing (2.0); index pleadings with attachments into case management database (6.0); image pleadings with attachments into database (1.5).
1/24/05	1.00	Melissa M Dulac	Communicate with E. Brady and M. John re claims filed by W. Berry and notice provided re unsecured claims bar date; revise letter to T. Hogan re liquidation of pre-petition judgment.
1/24/05	3.00	Erin N Brady	Draft letter to T. Hogan re prepetition judgment; factual research re same; telephone conferences with M. Dulac re same.
1/24/05	.25	Shirley S Cho	Email with M. Dulac and E. Brady re Berry.
1/25/05	4.50	Melissa M Dulac	Review and revise draft correspondence from L. Smith to C. Matsui; revise letter brief to C. Matsui re production of software and implementation of

Post Confirmation Trust for  
 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
			protective order; communicate with E. Liebler re same; research re applicability of 17 U.S.C. section 201(e); communicate with M. Fatah and E. Liebler re same.
1/25/05	1.25	Eric C Liebler	Edit letter to discovery master.
1/26/05	1.75	Melissa M Dulac	Communicate with E. Liebler, S. Cho, and E. Brady re arguments to raise against attempted liquidation of pre-petition judgment; communicate with M. Fatah re judicial interpretation of 17 U.S.C. section 201(e) and purpose behind enactment; communicate with A. Lopez re filing notice of appeal of denial of post-trial motions.
1/26/05	.25	Erin N Brady	Review and revise proposed Hogan letter; telephone conference with M. Dulac and S. Cho re same.
1/26/05	2.00	Michael G Fatah	Conferences with M. Dulac re plaintiff's argument re Section 201(e) of the Copyright Act; conference with J. Norman re same; begin legal research and analysis re same.
1/26/05	.50	Shirley S Cho	Review and strategize re Berry response letter with E. Brady, M. Dulac and R. Wynne.
1/26/05	.25	Richard L Wynne	Analyze T. Hogan correspondence and reply.
1/26/05	.25	Richard L Wynne	Revision of response to Hogan.
1/27/05	4.00	Melissa M Dulac	Revise letter brief to C. Matsui; communicate with M. Fatah re argument re 17 U.S.C. section 201(e); research re same.
1/27/05	2.25	Michael G Fatah	Continued legal research re Section 201(e) of copyrights Act, Berry's arguments re same; draft and send e-mail to M. Dulac re analysis and proposed response to argument for

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 Legal Services for the Period Ending January 31, 2005  
 February 25, 2005

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
			inclusion in letter brief.
1/27/05	.50	Richard L Wynne	Analyze Target sale objection and telephone conference with D. Capozzola re their assertions.
1/28/05	1.00	Michael G Fata11	Review and analysis of draft letter brief re 201(e) issue, discovery dispute; additional legal research and analysis re same; provide comments to M. Dulac re same.
1/28/05	.25	Shirley S Cho	Strategize re response to Hogan letter.
1/28/05	.75	Richard L Wynne	Analyze T. Hogan reply re judgment; analyze T. Hogan correspondence and prior orders re Berry.
1/28/05	.25	Richard L Wynne	Telephone conference with S. Cho re Berry judgment requests and prior court orders.
1/28/05	.25	Romana O Samad	Follow up with co-counsel re Berry correspondence and motions for summary judgment.
1/28/05	2.50	Eric C Liebeler	Edit letter to T. Hogan; review correspondence and orders; analyze collectibility of prepetition claim.
1/30/05	1.00	Melissa M Dulac	Review and analyze order from J. Mollway granting in part and denying in part motions for summary judgment; review and analyze proposed correspondence to T. Hogan.
1/31/05	1.00	Melissa M Dulac	Communicate with L. Hosoda re correspondence with T. Hogan; communicate with T. Hogan re status of motion for protective order; review and analyze transcript of hearing re motion for discovery pursuant to Rule 2004.
1/31/05	.75	Richard L Wynne	Analyze draft summary judgment reply and conference with S. and D. Capozzola re same.

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1/31/05	.25	Damian D Capozzola	Communications and analysis re Berry briefing issues.
	183.00		TOTAL HOURS

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 February 25, 2005

### Description of Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/19/04	West Publishing-TP,Database Usage 12.04	16.21
12/28/04	Binding	10.50
12/28/04	Binding	7.00
12/28/04	Tabs/Indexes/Dividers	12.60
12/28/04	Tabs/Indexes/Dividers	11.20
12/28/04	Tabs/Indexes/Dividers	9.50
12/28/04	West Publishing-TP,Database Usage 12.04	14.81
12/29/04	West Publishing-TP,Database Usage 12.04	17.05
1/03/05	Scanned Images	.15
1/04/05	Scanned Images	4.65
1/05/05	Standard Copies	.80
1/06/05	Telephone call to: STATE OF,DE 302-778-6407	1.00
1/06/05	Scanned Images	1.95
1/07/05	Telephone call to: STATE OF,HI 808-256-5045	.60
1/07/05	Telephone call to: BRITTON,OK 405-841-5681	9.60
1/10/05	PACER SERVICE CENTER - Computer Database Research, Pacer Database Usage 10/1/04 to 12/31/04 for Neal San Diego	2.17
1/11/05	Fax page charge to 808-528-4997	1.50
1/11/05	Fax page charge to 808-528-4997	1.50
1/11/05	Fax page charge to 808-539-8799	1.50
1/11/05	Fax page charge to 808-531-7585	1.50
1/11/05	Fax page charge to 805-988-8387	1.50
1/11/05	Fax page charge to 808-536-5869	1.50
1/11/05	Fax page charge to 808-524-3838	1.50
1/11/05	Fax page charge to 248-358-2740	1.50
1/11/05	Fax page charge to 808-547-5880	1.50
1/11/05	Fax page charge to 808-599-2979	1.50
1/11/05	Scanned Images	.45
1/12/05	Standard Copies	2.80
1/13/05	Telephone call to: OAHU,HI 808-528-8200	1.20
1/14/05	GENESYS CONFERENCING, INC. - Telephone - 01/06/05 Conference call	18.34
1/14/05	Standard Copies	4.70
1/16/05	R. Samad, Overtime Meal-Attorney, Los Angeles, CA 01/16/05, (Overtime Meals)	10.72
1/17/05	Scanned Images	.60
1/18/05	Scanned Images	1.50
1/19/05	Overtime Meals Allison Mayo Andrews	9.00

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1/20/05	Overtime Meals Allison Mayo Andrews	9.00
1/21/05	Overtime Meals Allison Mayo Andrews	9.00
1/24/05	Standard Copies	4.50
1/26/05	Fax page charge to 808-528-4997	2.25
1/26/05	Standard Copies	1.60
1/26/05	Scanned Images	.60
1/26/05	Postage	.37
1/27/05	Standard Copies	.30
	Total Expenses	\$ 211.72